

WHEREAS, pursuant to Defendants' Motion to Stay, the Court ordered on May 20, 2011 and May 24, 2011 (Docket Nos. 37 and 45) that the action be stayed pending resolution of the Delaware Action;

WHEREAS, the Delaware Court of Chancery on August 5, 2013 granted the Delaware Action Defendants' motions for summary judgment as to all counts and dismissed the Delaware Action with prejudice;

WHEREAS, the Delaware Supreme Court affirmed on May 13, 2014 the Delaware Court of Chancery's decision;

WHEREAS, the time period for petitioning for rehearing of the Delaware Supreme Court's Order expired on May 28, 2014 without filing; and

WHEREAS, the Delaware Supreme Court issued a Mandate on May 29, 2014 to the Delaware Court of Chancery;

IT IS HEREBY STIPULATED AND AGREED, by and between the parties that this action shall be dismissed with prejudice. As part of this Joint Stipulation of Dismissal, the parties agree as follows:

1. This action is dismissed with prejudice.
2. Each party shall bear his, her, or its own costs and attorneys' fees.
3. Notwithstanding paragraph 2 above, however, counsel for the Plaintiff reserve their right to make an application for a mootness fee in the Delaware Action related to the supplemental disclosures Defendants made on July 8, 2011. Defendants reserve the right to oppose such application.

Dated: June 2, 2014

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CERTIFICATE OF SERVICE

I hereby certify that on this 2nd day of June, 2014, a true and correct copy of the foregoing pleading or paper was served using the Court's CM/ECF system, with electronic notification of such filing to the following counsel of record, or by email (*):

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